

**EXHIBIT C**

RECORDING REQUESTED BY  
SEE HORSE I LLC  
AND WHEN RECORDED MAIL TO  
Robert S. Over  
1201 Third Avenue, Suite 3200  
Seattle, Washington 98101



Space above this line for recorder's use only

**ASSIGNMENT OF DEED OF TRUST**

KNOW ALL MEN BY THESE PRESENTS, that UMPQUA BANK, successor in interest to Northern Nevada Bank ("Assignor"), for value received, by these presents does grant, bargain, sell, assign, transfer, and set over unto SEE HORSE I, LLC ("Assignee"), Assignor's beneficial interest in that certain deed of trust dated May 17, 2004, and recorded in the official records of Douglas County, Nevada, on May 18, 2004, at Book 0504, Page 08362, made and executed by The Holder Group Sharkey's LLC, a Nevada limited liability company, as grantor, together with all amendments and modifications thereto. A description of the real property described in said deed of trust is as follows: See attached Exhibit "A," which is incorporated herein by reference.

TO HAVE AND TO HOLD the same unto the assignee and the latter's executors, administrators, successors, and assigns, subject only to the terms and conditions in the said deed of trust mentioned.

ASSIGNOR DOES HEREBY REPRESENT to and with the Assignee that the Assignor is the lawful owner and holder of the beneficial interest in the deed of trust and the obligations secured thereby and has a good right to sell, transfer, and assign the same as aforesaid. This Assignment is made without recourse, representation, or warranty, express or implied, except as expressly set forth in Section 6 of that certain Non Recourse Loan Purchase and Sale Agreement of even date herewith, entered into by and between Assignor and Assignee.

Dated: September 6, 2012.

UMPQUA BANK

[NOTE -- ADD LEGAL TO EXECUTION COPY]

By: 

Name: James Pirie, Vice President



ACKNOWLEDGMENT

STATE OF WASHINGTON \_\_\_\_\_ )  
COUNTY OF PIERCE \_\_\_\_\_ )-ss

On this 6<sup>th</sup> day of September, 2012, before me, the undersigned, a Notary Public in and for the State of Washington, duly commissioned and sworn personally appeared James Pirie, the Vice President of Umpqua Bank, known to me to be the individual that executed the foregoing instrument, and acknowledged the said instrument to be his free and voluntary act and deed, for the purposes therein mentioned.

I certify that I know or have satisfactory evidence that the persons appearing before me and making this acknowledgment is the persons whose true signature appears on this document.

WITNESS my hand and official seal hereto affixed the day and year in the certificate above written.

\_\_\_\_\_  
Signature

Print Name: DOUGLAS E. SILVERNAIL  
NOTARY PUBLIC in and for the State of  
Washington, residing at ORANGE  
My commission expires 10/2/2013.

Douglas E. Silvernail  
Notary Signature

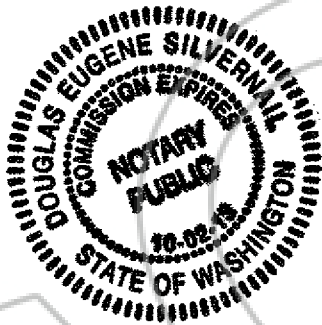




EXHIBIT A  
LEGAL DESCRIPTION

See attached

COPY



**EXHIBIT "A"**

Being a portion of the Southwest ¼ of Section 33, Township 13 North, Range 20 East, M.D.B.M. more particularly described as follows:

**PARCEL 4:**

(A) Commencing at the intersection of the most Southerly line of Main Street with the most Easterly line of School Street (now Gilman Avenue) in the Town of Gardnerville, Douglas County, Nevada; thence Southeasterly along the Southerly line of Main Street a distance of 51.4 feet more or less to the Westerly line of the property formerly owned by Martha Heitman; thence Southwesterly along the Westerly line of said property 70 feet more or less; thence Northwesterly and parallel to the most Southerly line of Main Street 51.4 feet more or less to the most Easterly line of School Street (now Gilman Avenue); thence Northeasterly along the most Easterly line of School Street (now Gilman Avenue) 70 feet more or less to the point of beginning.

(B) Commencing at a point on the most Easterly line of School Street (now Gilman Avenue) 70 feet Southwesterly from the intersection of the most Easterly line of School Street (now Gilman Avenue) and most Southerly line of Main Street; thence Southeasterly and parallel with the most Southerly line of Main Street, 51.4 feet more or less; thence Southwesterly and parallel with the most Easterly line of School Street (now Gilman Avenue) 3 feet more or less; thence Northwesterly 51.8 feet more or less to the point of beginning, and

Commencing at a point on the Easterly line of Gilman Avenue (formerly School Street) 151 ½ feet Northeasterly from the intersection of the Northerly line of Douglas Avenue (formerly Minnie Street) to the Point of Beginning. Said point being also the Northeasterly corner of the certain parcel of land described in Deed dated March 24, 1929, executed by C. M. Krummes in favor of John A. Shaughnessy, recorded in Book V, Page 168, Deed Records, Douglas County, Nevada; thence Northeasterly along the Easterly line said Gilman Avenue, a distance of 160 feet more or less to the Northwesterly corner of that certain parcel conveyed to Charles B. Donaldson and wife, in Deed recorded December 13, 1952, in Book Z, Page 354, Deed Records of Douglas County, Nevada; thence Southeasterly a distance of 51.8 feet more or less; thence Northeasterly 3 feet to the Northwesterly corner of the certain Deed from the Estate of Herman Lampe to Charles C. Meneley, Sr. and wife, recorded November 20, 1964, in Book W, Page 164. Deed Records of Douglas County, Nevada; thence continuing Southeasterly and parallel to Main Street (U.S. Highway 395) along the Southwesterly line of said Meneley Parcel a distance of 30 feet more or less to the center line of Jepsen Ditch; thence Southerly along the center line of said Jepsen Ditch a distance of 33 feet to a point adjoining the Grank property; thence Southwesterly 140 feet more or less to the Lillian Logan property; thence Northwesterly 108.6 feet more or less to the Easterly line of Gilman Avenue and the Point of Beginning.

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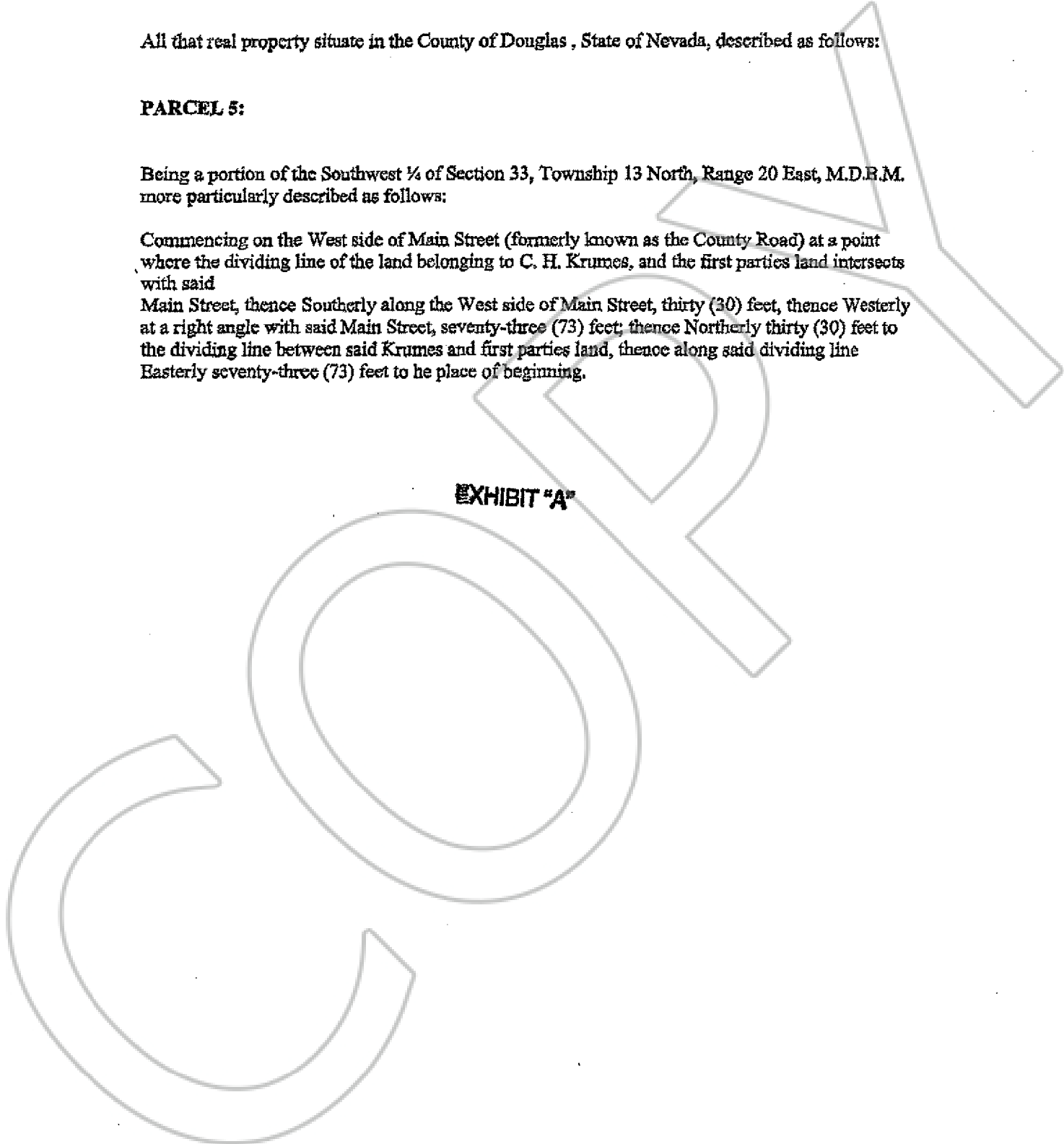
All that real property situate in the County of Douglas , State of Nevada, described as follows:

**PARCEL 5:**

Being a portion of the Southwest ¼ of Section 33, Township 13 North, Range 20 East, M.D.R.M. more particularly described as follows:

Commencing on the West side of Main Street (formerly known as the County Road) at a point where the dividing line of the land belonging to C. H. Krumes, and the first parties land intersects with said Main Street, thence Southerly along the West side of Main Street, thirty (30) feet, thence Westerly at a right angle with said Main Street, seventy-three (73) feet; thence Northerly thirty (30) feet to the dividing line between said Krumes and first parties land, thence along said dividing line Easterly seventy-three (73) feet to he place of beginning.

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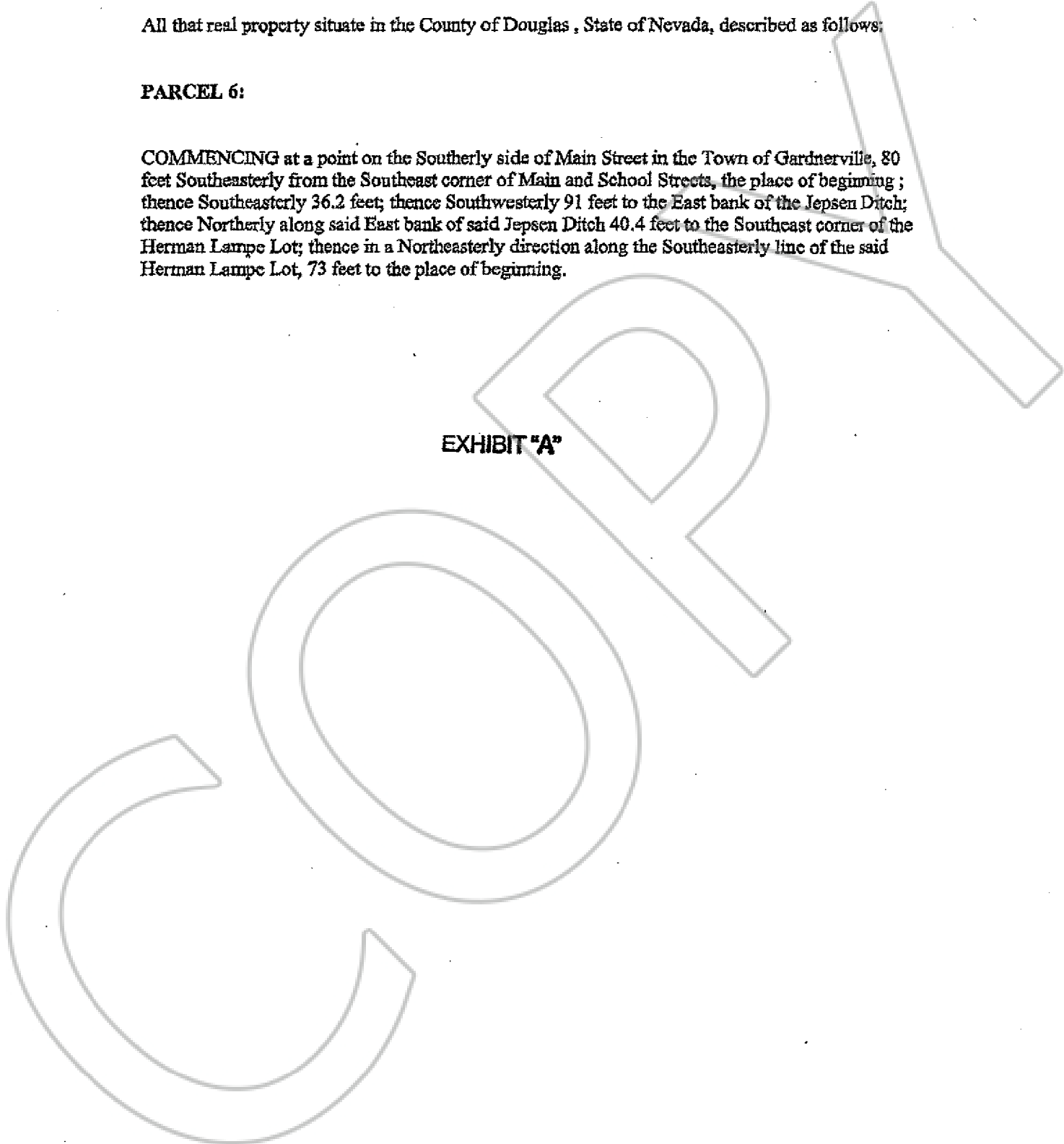


All that real property situate in the County of Douglas , State of Nevada, described as follows:

**PARCEL 6:**

COMMENCING at a point on the Southerly side of Main Street in the Town of Gardnerville, 80 feet Southeasterly from the Southeast corner of Main and School Streets, the place of beginning ; thence Southeasterly 36.2 feet; thence Southwesterly 91 feet to the East bank of the Jepsen Ditch; thence Northerly along said East bank of said Jepsen Ditch 40.4 feet to the Southeast corner of the Herman Lampe Lot; thence in a Northeasterly direction along the Southeasterly line of the said Herman Lampe Lot, 73 feet to the place of beginning.

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All that real property situate in the County of Douglas , State of Nevada, described as follows:

**PARCEL 7:**

Beginning at a point in the town of Gardnerville, County of Douglas, State of Nevada, which is South 45°10' East, 117.2 feet from the Southwest corner of Main and School Streets and parallel in distance 8 feet 11 inches from the Southerly side of Douglas County Farmers' Bank Building; thence South 44°28' West, 96.3 feet along the Bank property line; thence North 45°10' West, 8 feet 11 inches; thence South 44°28' West, 35.4 feet; thence South 45°10' East, 58 feet 11 inches; thence North 44°28' East, 131.7 feet to Main Street; thence North 45°10' West, 50 feet along Main Street to point of beginning.

NOTE (NRS 111.312): The above metes and bounds description appeared previously in that certain GRANT, BARGAIN AND SALE DEED, recorded in the office of the County Recorder of Douglas County, Nevada on January 2, 2002, in Book 102, Page 461, as Document No. 531471, of Official Records.

**EXHIBIT "A"**

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